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of Counsel
FRED EHRlich
Member NY Bar
Secretary of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

To whom it may concern,

Enclosed please find Articles of Incorporation and filing fee of \$78.75. Please file and return in enclosed self-addressed stamped envelope. Please make effective date 2-15-99.

If you have any questions or the name is unavailable please contact me.

Sincerely,


Richard Ehrlich

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*Called 2-17-99 Richard Ehrlich
for principle office address*

*Dme
2-16-99*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
PAUL MILLER PRODUCTIONS, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE ONE
NAME

The name of the corporation is PAUL MILLER PRODUCTIONS, INC.

ARTICLE TWO
CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE THREE
PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the business of mortgages. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR
CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value of One Dollar per share.

ARTICLE FIVE
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 4463 Luxemburg Ct., Lake Worth, FL 33467 and the name of its initial registered agent at such address, is LEE GOMBERG. The principal office and registered office shall be identical.

ARTICLE SIX
OFFICERS

PRESIDENT
VICE-PRESIDENT
SECRETARY

PAUL MILLER
MICHAEL WALLERSTEIN
LEE GOMBERG

ARTICLE SEVEN
DIRECTORS

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TALLAHASSEE, FLORIDA

The number of directors constituting the initial board of directors of the corporation is one. The name and address of each person who is to serve as a member of the initial board of directors is:

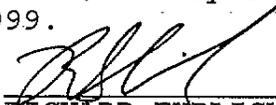
Name	Address
LEE GOMBERG	4463 Luxemburg Ct. Lake Worth, FL 33467
MICHAEL WALLERSTEIN	9351 Pinto Dr. Lake Worth, FL 33467
PAUL MILLER	2519 Aqua Vista Blvd. Ft. Lauderdale, FL 33301

ARTICLE EIGHT
INCORPORATORS

The name and address of each incorporator is:

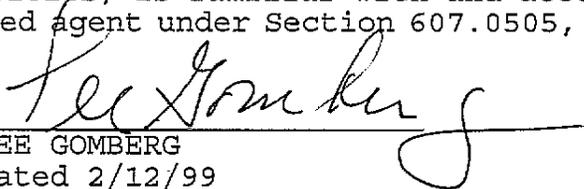
Name	Address
Richard Ehrlich	3300 University Drive Coral Springs, Fl 33071

Executed by the undersigned at 3300 University Drive, Suite 501, Coral Springs, FL on February 12, 1999.


RICHARD EHRLICH

Acceptance of Registered Agent Designated
In Articles of Incorporation

LEE GOMBERG, having been designated as the registered agent in the above and foregoing articles, is familiar with and accepts the the obligations of registered agent under Section 607.0505, Florida Statutes.


LEE GOMBERG
Dated 2/12/99